

FIG. 1

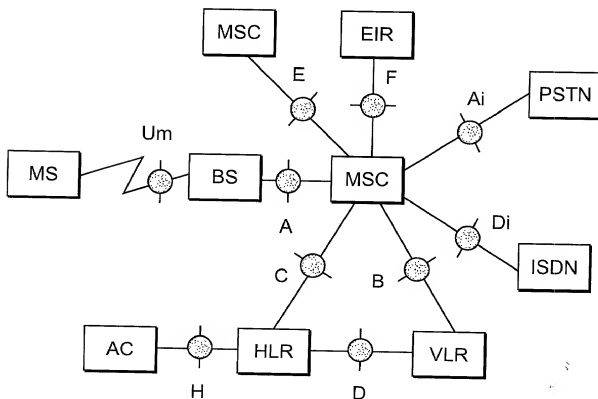


FIG. 2

09772065.051501

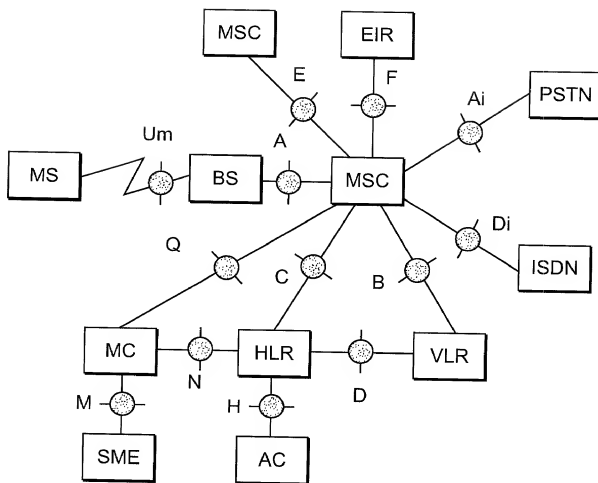


FIG. 3

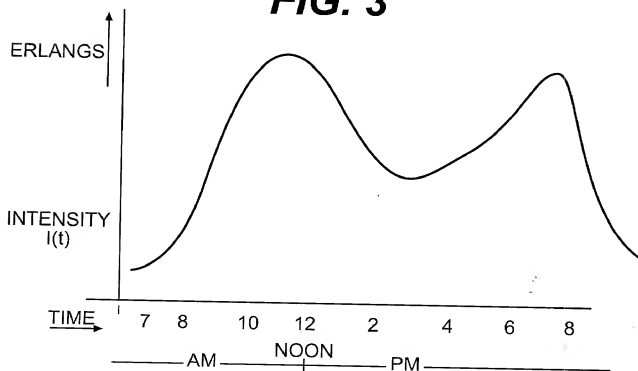


FIG. 4

BNA USAGE (9/00)

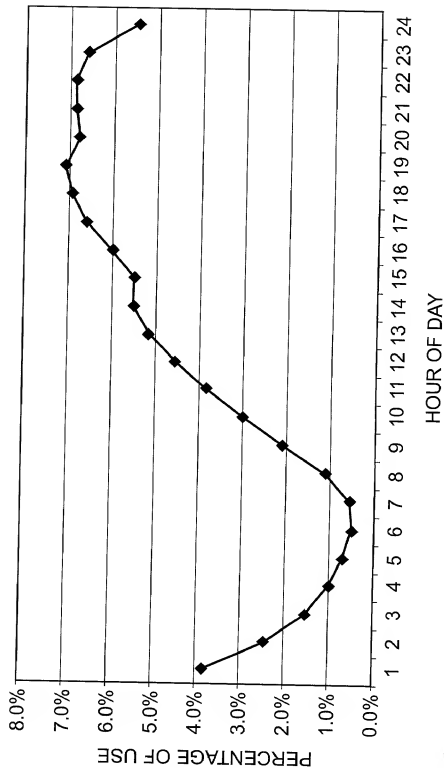


FIG. 5

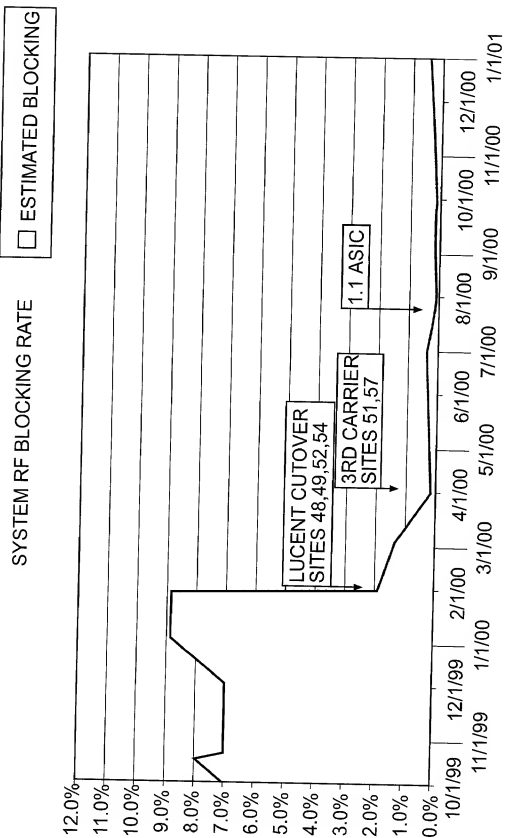


FIG. 6

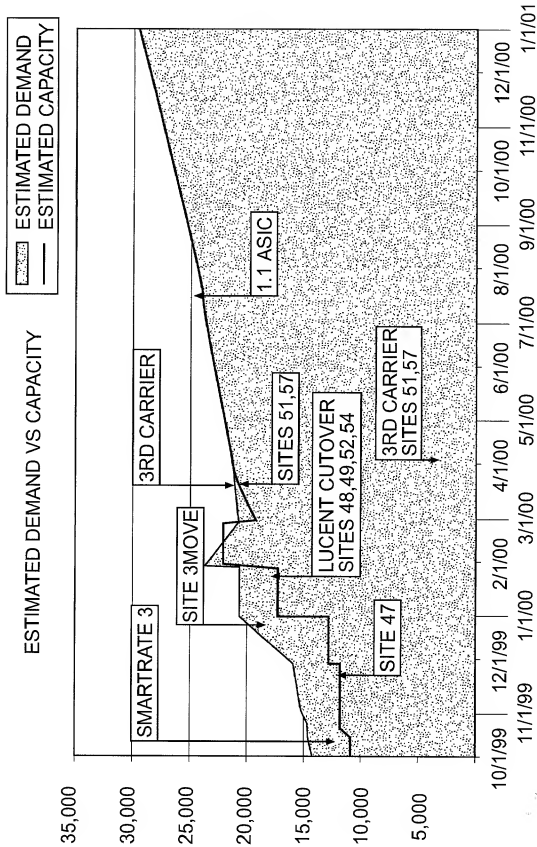
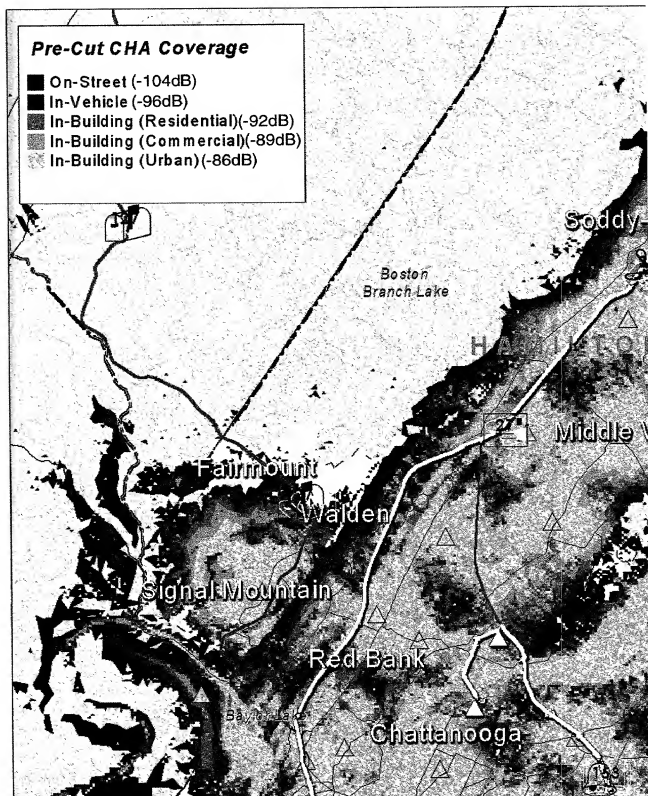


FIG. 7

**FIG. 8a**

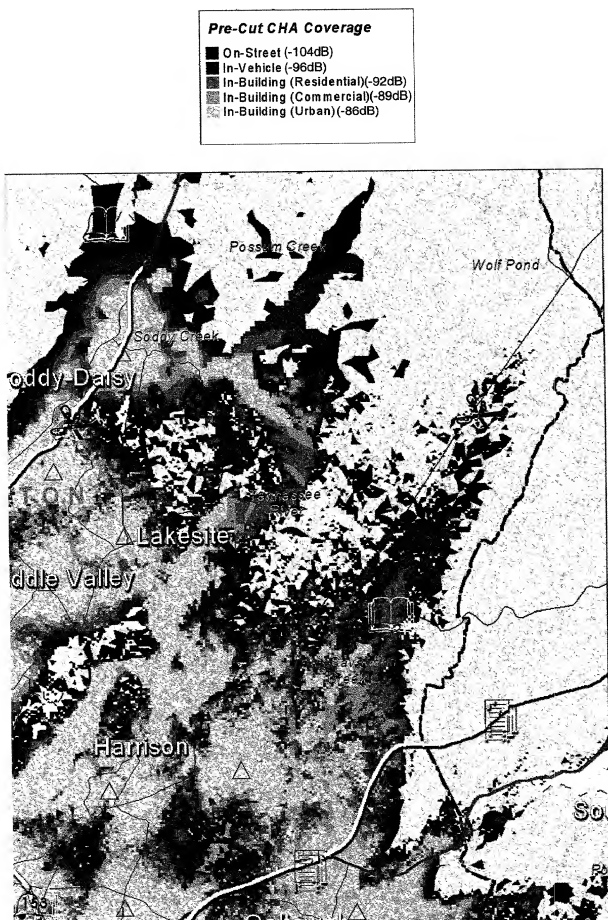
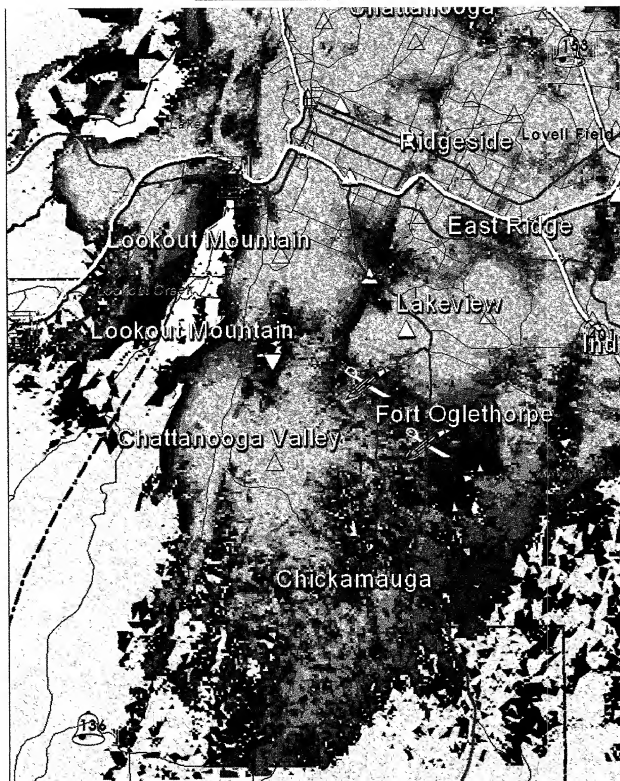


FIG. 8b

Pre-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

**FIG. 8c**

Pre-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

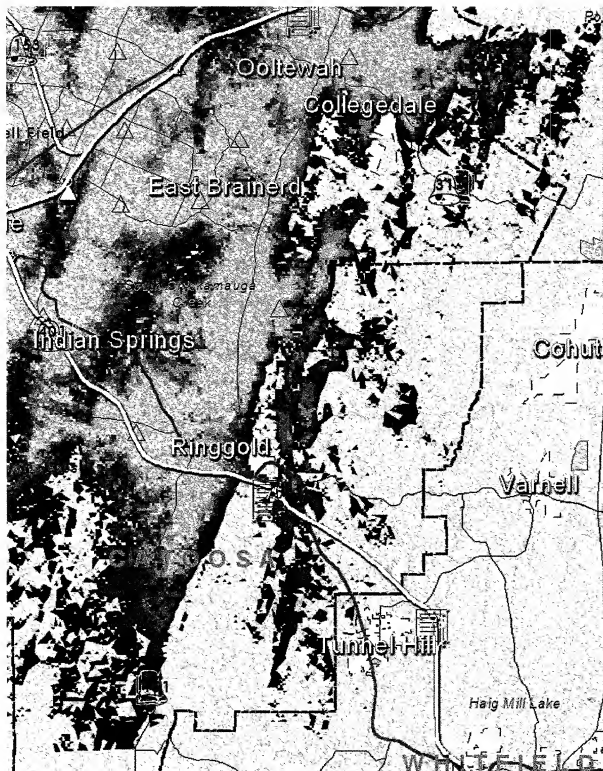
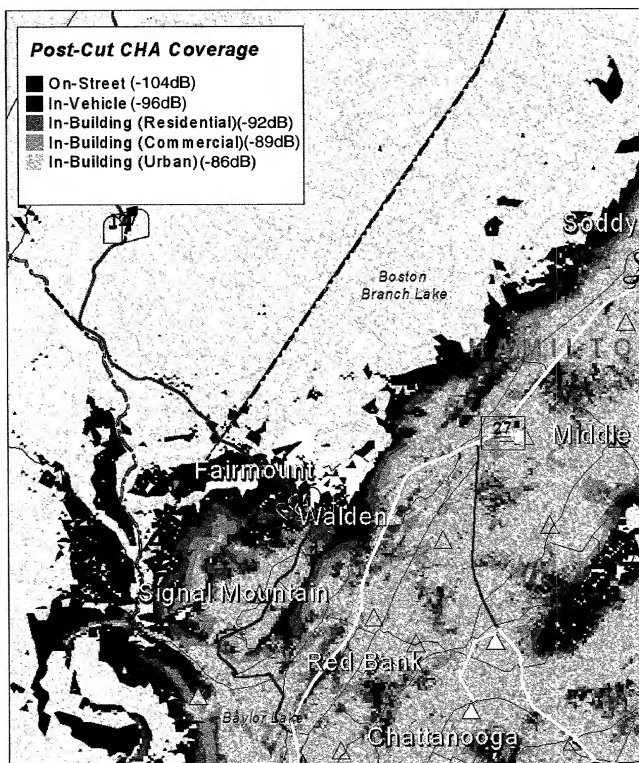


FIG. 8d

09772065-051501

**FIG. 9a**

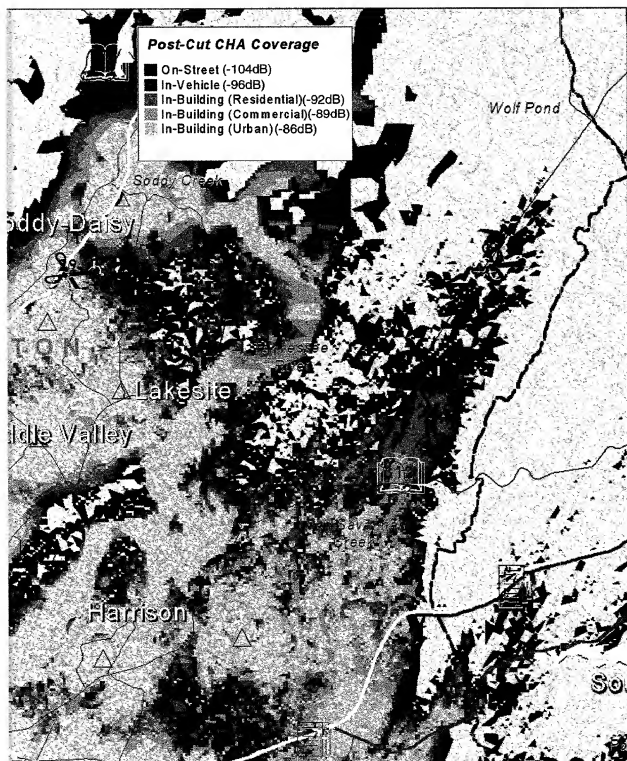
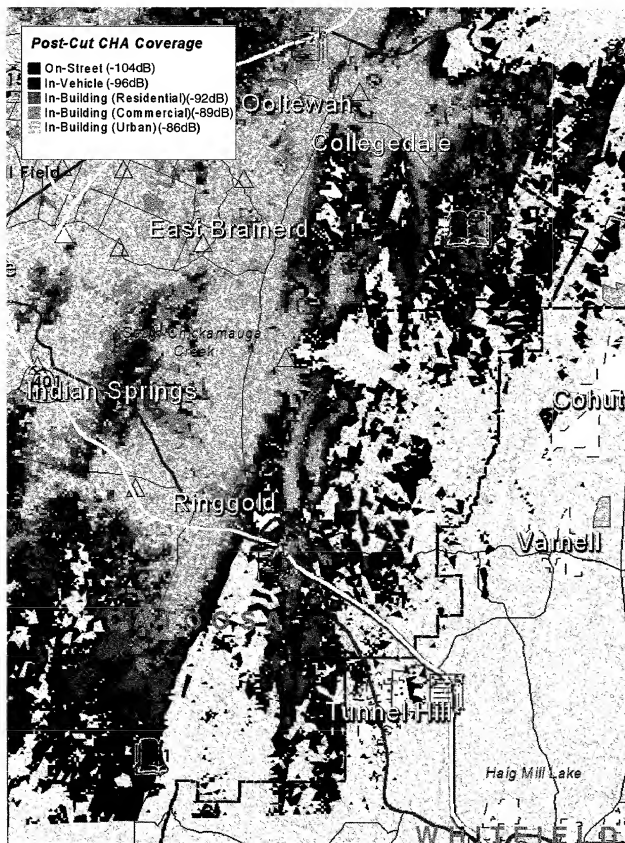
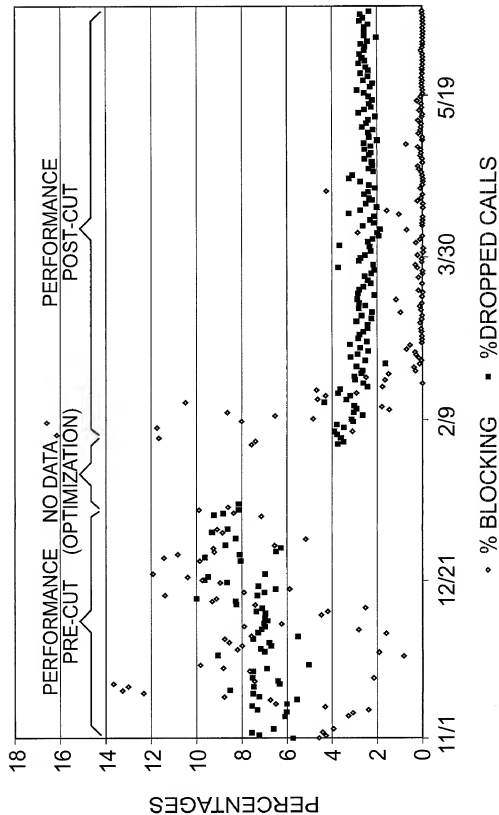
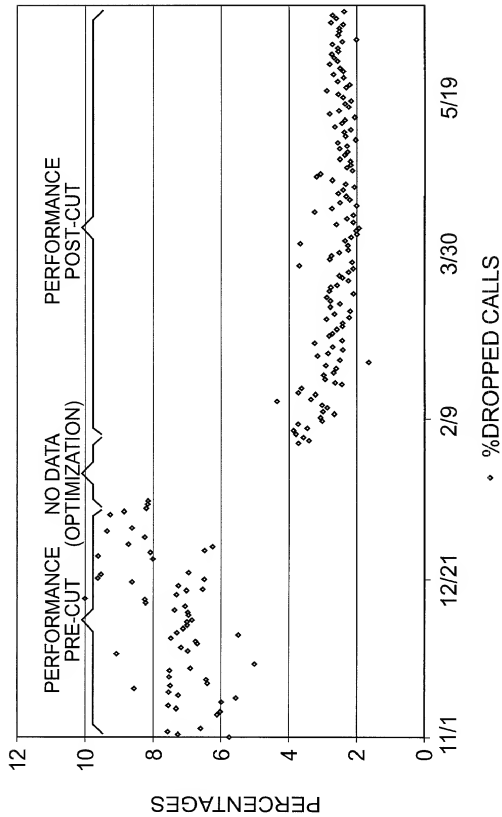
**FIG. 9b**

FIG. 9c

**FIG. 9d**

**FIG. 10a**

**FIG. 10b**

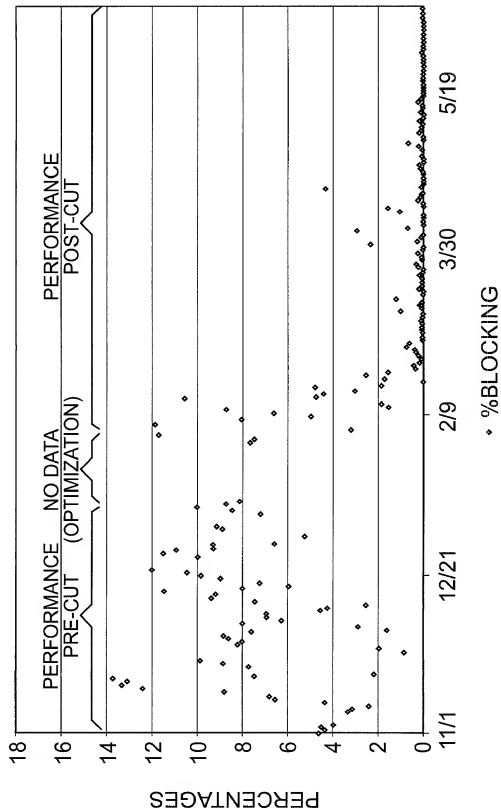


FIG. 10c

POSTSD-5502760

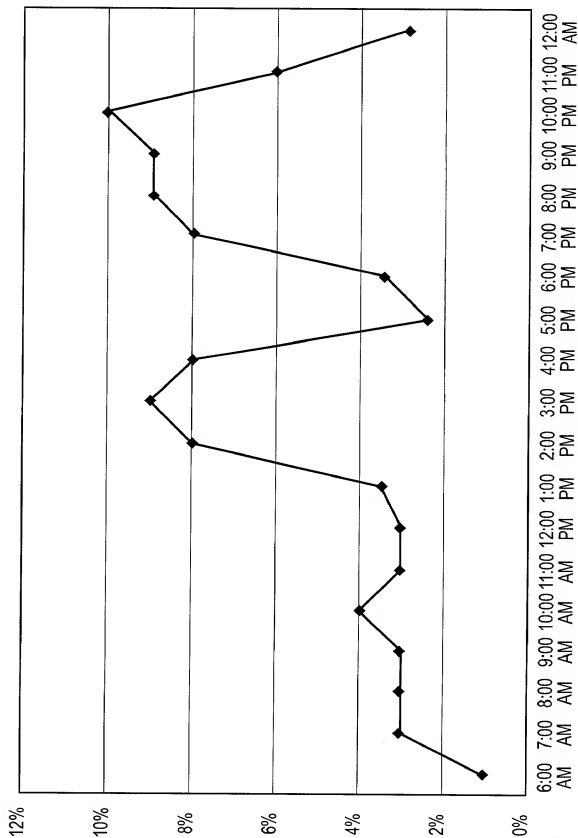


FIG. 11

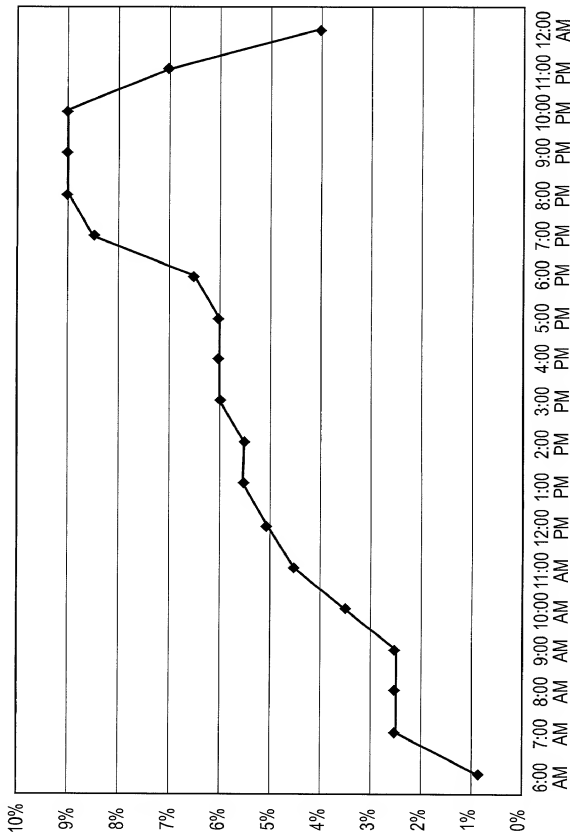


FIG. 12

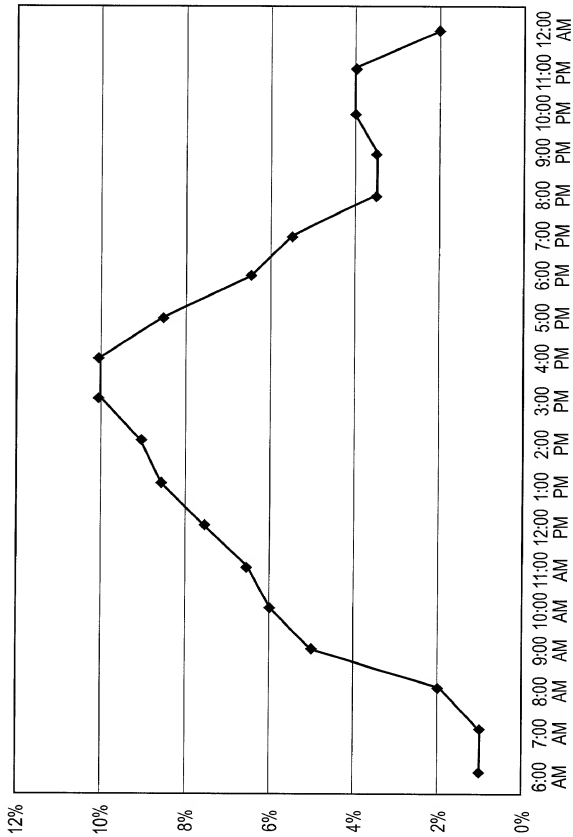
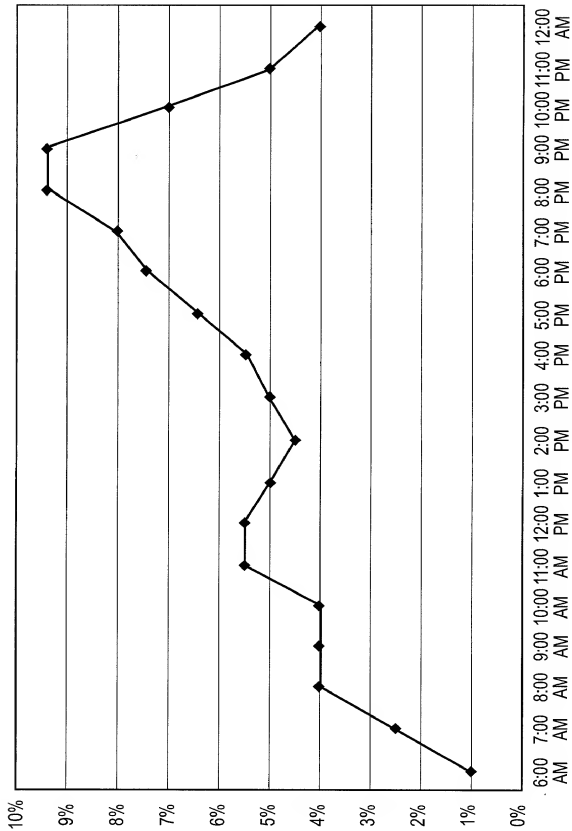
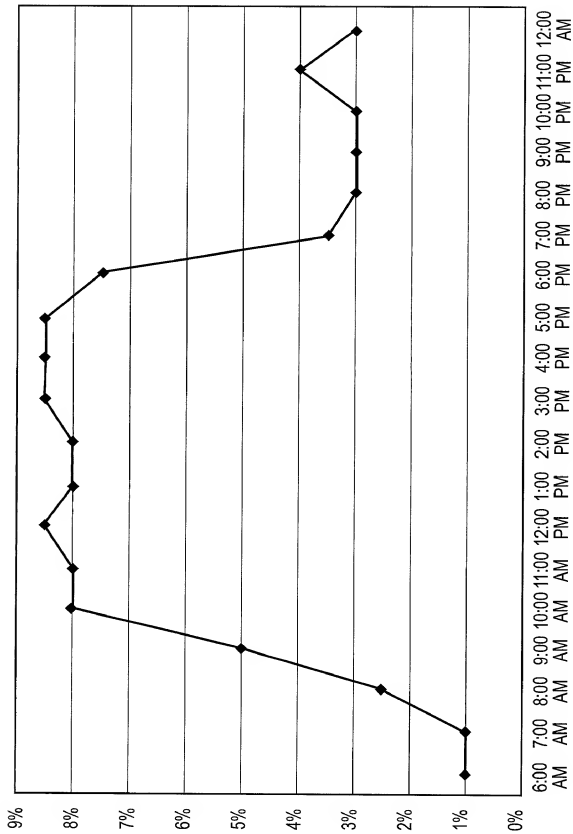


FIG. 13

**FIG. 14**

**FIG. 15**

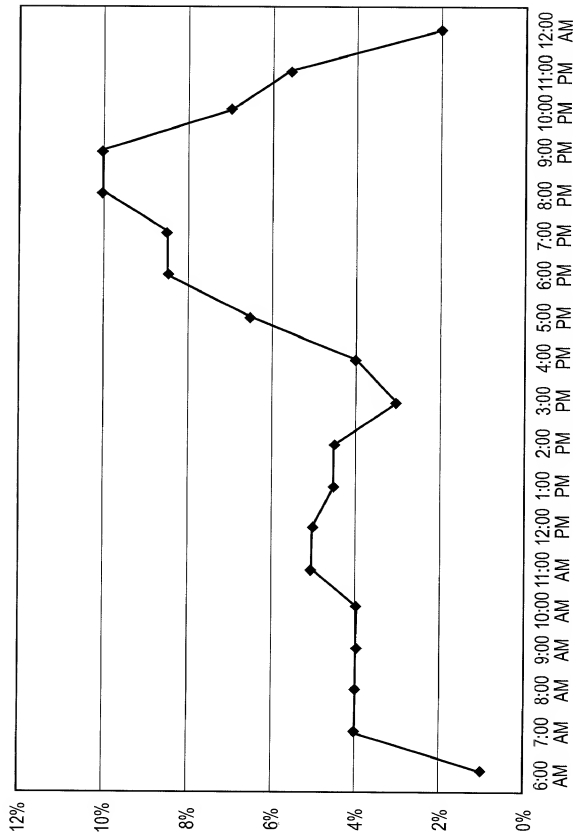


FIG. 16

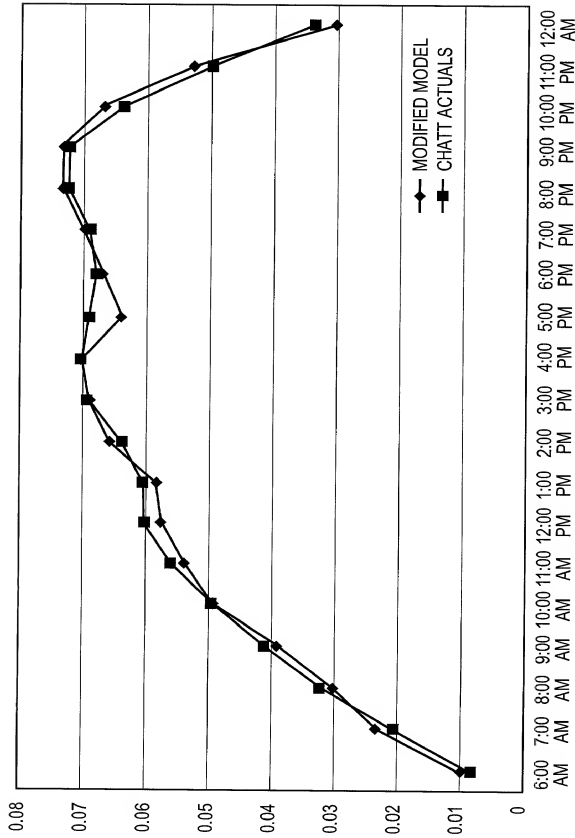


FIG. 17

PROOF OF CONCEPT
CHATTANOOGA

CRICKET WAS EBITDA BREAK-EVEN IN CHATTANOOGA AT 12 MONTHS

7.7% PENETRATION	12 MONTHS 24,000 CUSTOMERS AS OF 2/29/00	5 YEARS
COSTS IN <u>FIRST</u> YEAR		
COST PER GROSS ADD	<\$230	\$550
SUPPORT COSTS/AVERAGE SUB	\$5.60	\$11.45
OPERATIONS COST/MOU	\$0.013	\$0.039

FIG. 18

CAPITAL UTILIZATION

YEAR FROM SYSTEM LAUNCH					
	1	2	3	4	5
(IN THOUSANDS OF DOLLARS)					
CUMULATIVE ANTICIPATED CAPITAL EXPENDITURE PER SUBSCRIBER (AVERAGE)					
POWERTEL (GSM)	9,516	4,613	2,528	1,689	1,280
SPRINT (CDMA)	19,367	4,349	1,860	954	729
PRESENT INVENTION	2,354	2,628	1,949	1,183	877
CAPITAL EXPENDITURE PER ERLANG (AVERAGE)					
POWERTEL (GSM)	278	163	98	70	56
SPRINT (CDMA)	968	217	93	47	36
PRESENT INVENTION	47	52	38	23	17

FIG. 19

RE-ENGINEERING THE COST STRUCTURE

- NETWORK BUILD-OUT
 - HIGH CAPACITY CDMA
 - LATEST GENERATION EQUIPMENT
 - EFFICIENT SITE LOADING
 - NO UNDERUTILIZED ROAMING SITES
 - DESIGNED FOR RESIDENTIAL CALLING PATTERNS
 - LOWER % PEAK USAGE
 - CAPITAL REQUIREMENT PER CUSTOMER 1/3 OF TYPICAL PCS AVERAGE IN FIRST YEAR BECAUSE OF RAPID CUSTOMER ACQUISITION
- NETWORK OPERATIONS
 - LOWER BACKHAUL COSTS DUE TO CONCENTRATED FOOTPRINT
 - FAVORABLE INCOMING/OUTGOING MIX - LOWER INTERCONNECT COST
 - ELIMINATION OF ROAMING CLEARINGHOUSE AND ANTI-FRAUD COSTS

LOWER CAPITAL
COSTS



LOWER NETWORK
OPERATING COSTS



FIG. 20a

RE-ENGINEERING THE COST STRUCTURE (CONT'D)

■ CUSTOMER ACQUISITION

- ATTRACTIVE VALUE PROPOSITION SELLS EASILY
- RAPID, SIMPLE SALES CYCLE
- DIRECT DISTRIBUTION - HIGH VOLUME
- INDIRECT DISTRIBUTION - NO RESIDUALS OR COMMISSIONS
- NO CREDIT CHECKS

↑
LOWER CPGA

■ CUSTOMER SERVICE

- HIGH CAPACITY, HIGH QUALITY NETWORKS
- SIMPLE MONTHLY BILLING
- LOW CUSTOMER CARE COSTS - FEWER BILLING DISPUTES
- NO BAD DEBT, NO FRAUD
- CLEAR STATEMENT OF COVERAGE AREA

↑
LOWER BACK
OFFICE COSTS

FIG. 20b

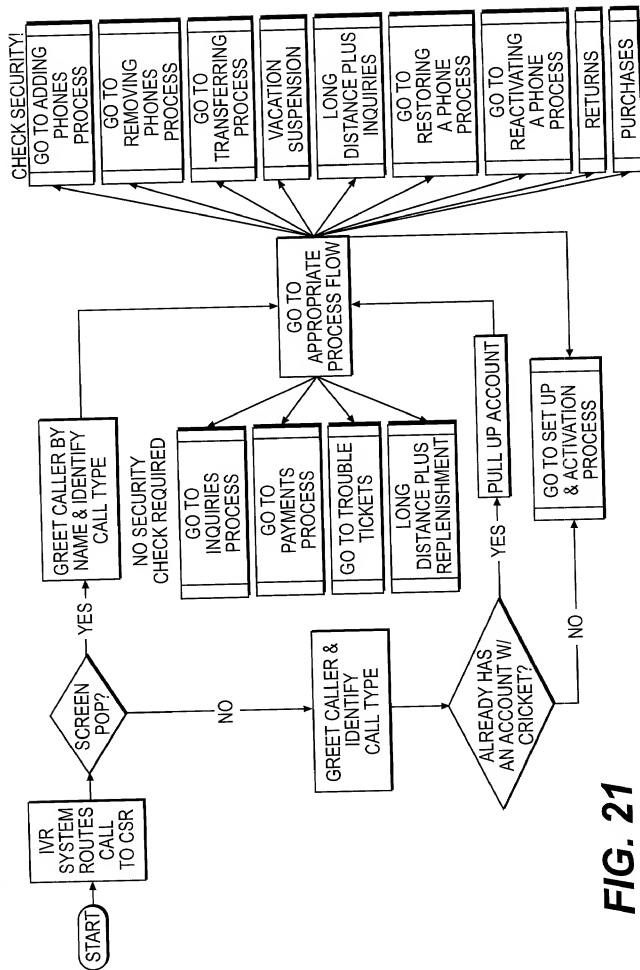
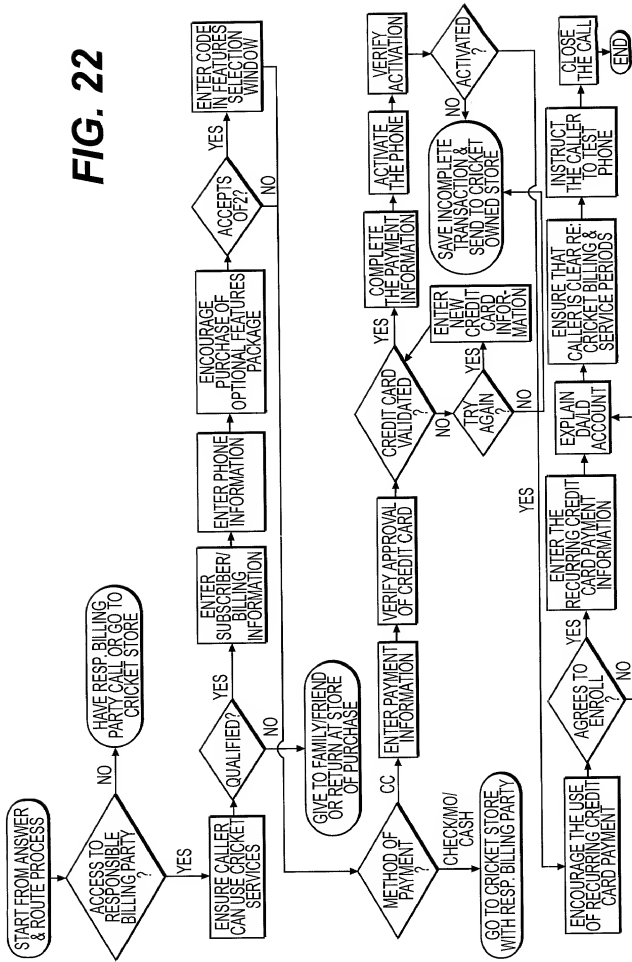
**FIG. 21**

FIG. 22



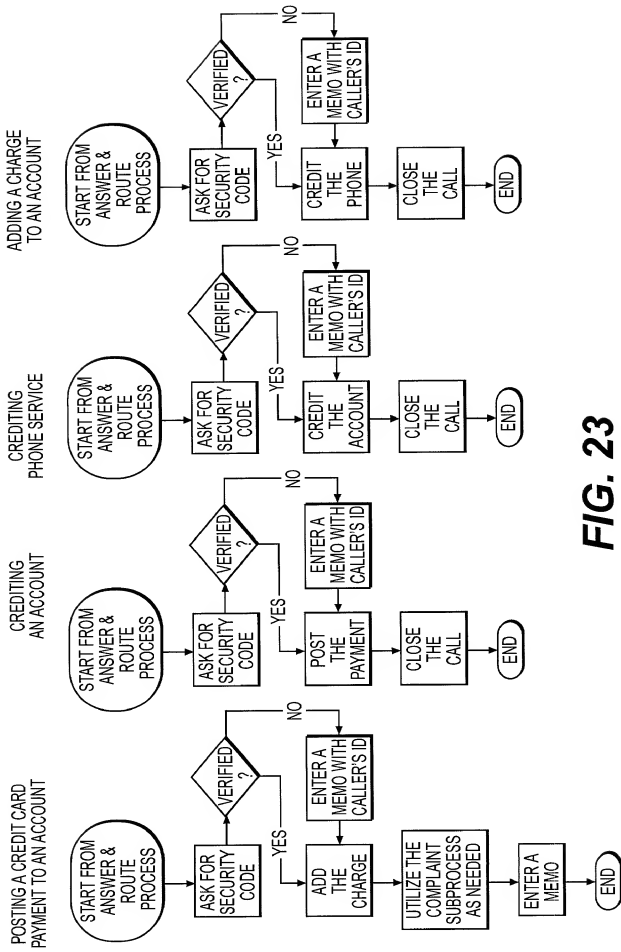


FIG. 23

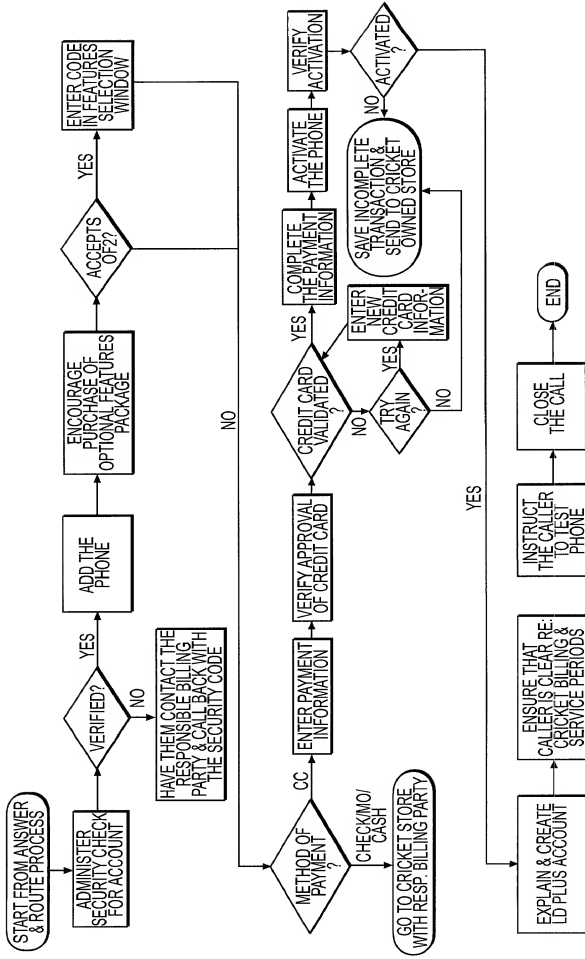
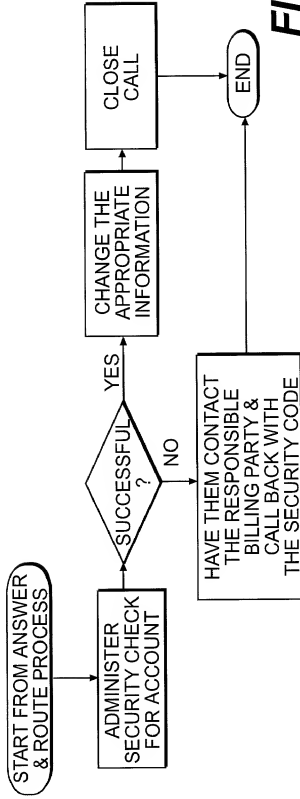
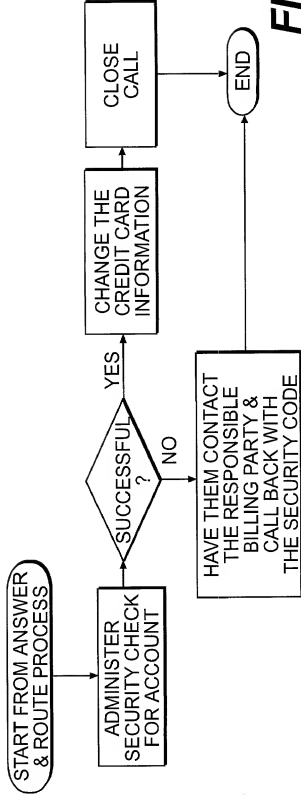


FIG. 24

**FIG. 25****FIG. 27**

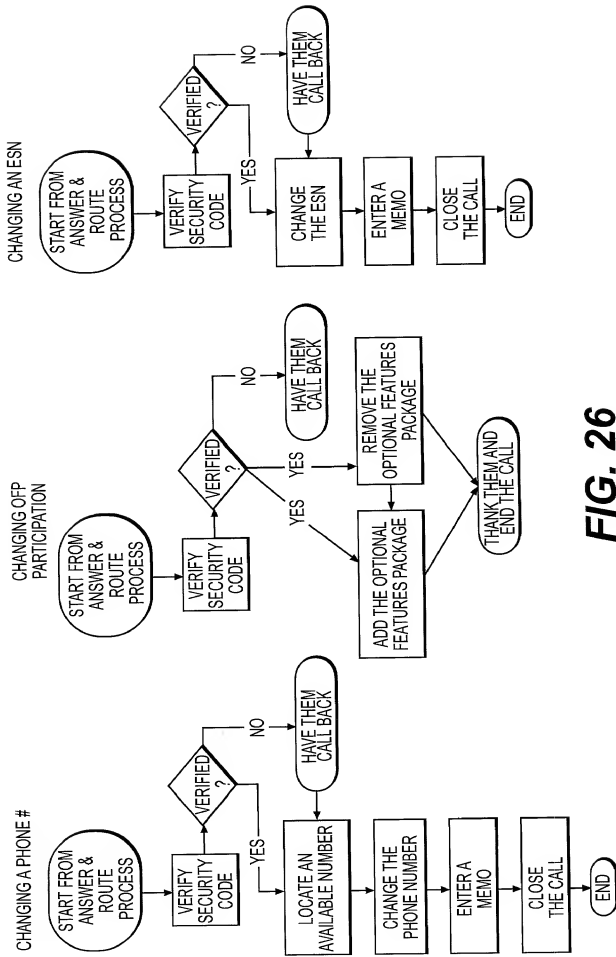
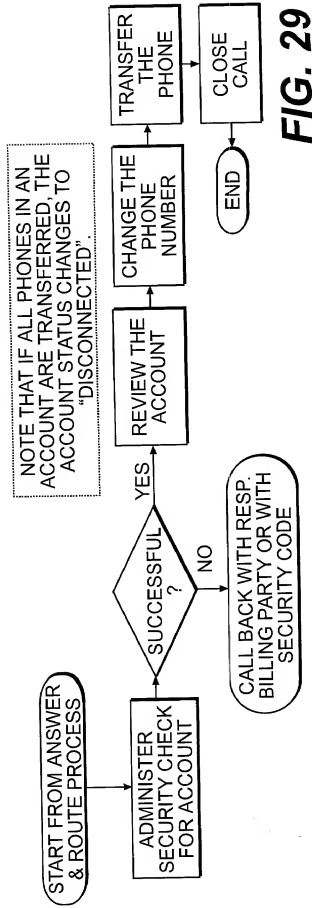
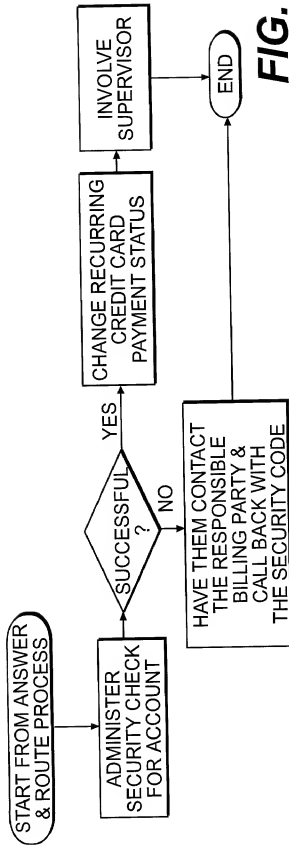


FIG. 26



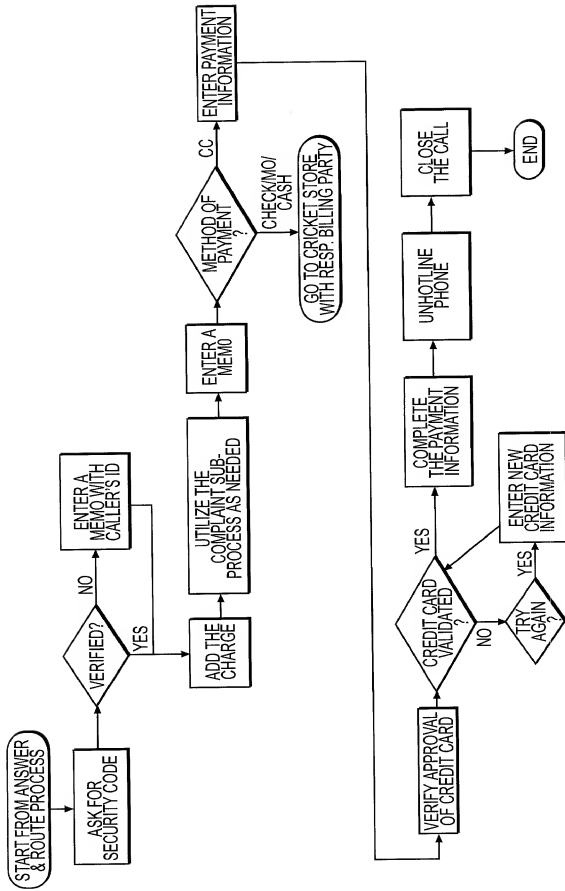
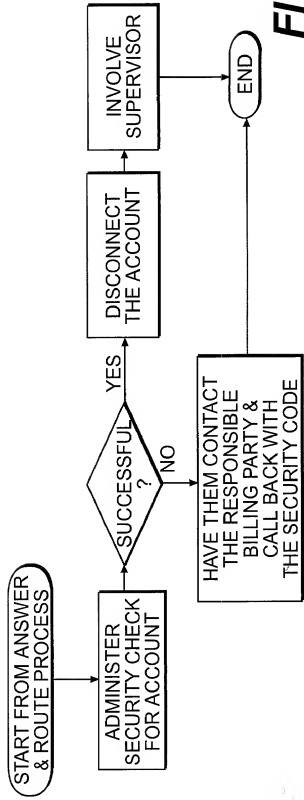
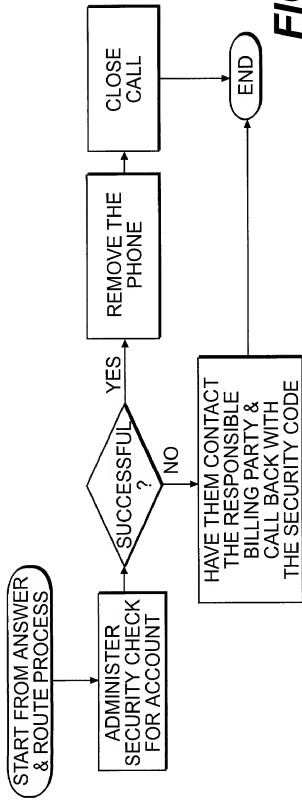


FIG. 30



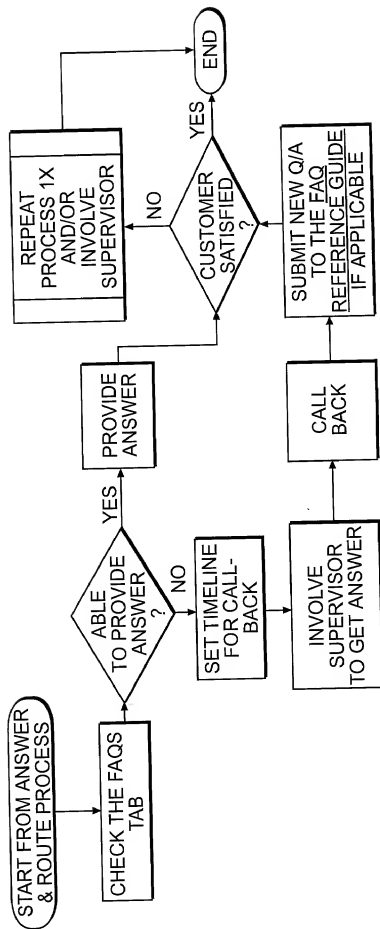
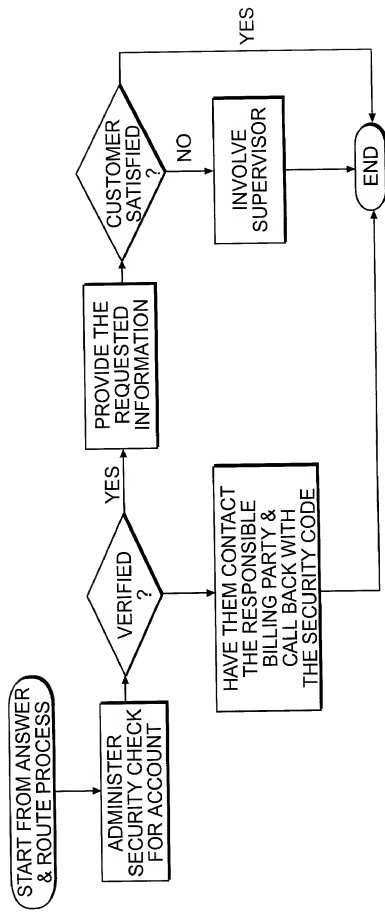


FIG. 33

**FIG. 34**